

SH01

laserform

Return of allotment of shares



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✓ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

✗ **What this form is NOT for**
You cannot use this form to give
notice of shares taken on
formation of the company or
for an allotment of a new
share by an unlimited company.

TUESDAY



A6Z7IINC
A19 06/02/2018 #198
COMPANIES HOUSE

1

Company details

Company number 1 0 4 8 4 8 8 2

Company name in full INSTAVOLT LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2

Allotment dates ①

From Date 3 0 0 1 2 0 1 8
To Date 3 0 0 1 2 0 1 8

① **Allotment date**
If all shares were allotted on the
same day enter that date in the
'from date' box. If shares were
allotted over a period of time,
complete both 'from date' and 'to
date' boxes.

3

Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

② **Currency**
If currency details are not
completed we will assume currency
is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	Ordinary	3000	0.001	0.001	0.00

If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if
necessary.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

SH01

Return of allotment of shares

41

Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	Ordinary	15000	15.00	
GBP	A Ordinary	85000	85.00	
GBP	Preference	2333269	2,333,269.00	
Totals		2433269	2,333,369.00	0.00

Currency table B				
Totals				

Currency table C				
Totals				

	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)	2433269	2,333,369.00	0.00

① Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

SH01

Return of allotment of shares

5

Statement of capital (prescribed particulars of rights attached to shares)Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share	Ordinary
Prescribed particulars ①	See continuation sheets.
Class of share	A Ordinary
Prescribed particulars ①	See continuation sheets.
Class of share	Preference
Prescribed particulars ①	See continuation sheets.

② Prescribed particulars of rights attached to shares

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.


Continuation page

Please use a Statement of Capital continuation page if necessary.

6

Signature

I am signing this form on behalf of the company.

Signature	Signature X  X
	This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

② Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Ordinary	
Prescribed particulars:	<p>Voting Rights The holders of the Ordinary Shares shall be entitled to receive notice of, to attend and to vote at all general meetings of the Company and to receive copies of, and vote on a proposed written resolution of the Company.</p> <p>Rights to dividends Subject to the preferred rights of the Preference Shares, every dividend shall be distributed amongst the holders of the A Ordinary and Ordinary Shares (pari passu as if the Shares constituted one class of Share) pro rata according to the number of such Shares held by them respectively.</p> <p>Return of Capital Subject to the preferred rights of the Preference Shares, the balance of the surplus assets (if any) on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares), shall be distributed among the holders of Ordinary and A Ordinary Shares pro rata (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held.</p> <p>On a return of capital, to the extent each Ordinary Share and A Ordinary Share has received a distribution of £10,000,000 per share, the Deferred Shares in the capital of the Company, as a class, shall be entitled to the aggregate sum of £1 and thereafter any surplus assets shall be distributed amongst the holders of the A Ordinary Shares and Ordinary Shares (pari passu as if the shares constituted one class of share).</p> <p>Rights of Redemption The Ordinary Shares are not redeemable.</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	
Prescribed particulars	<p>Voting Rights The holders of the A Ordinary Shares shall be entitled to receive notice of, to attend and to vote at all general meetings of the Company and to receive copies of, and vote on a proposed written resolution of the Company.</p> <p>Rights to dividends Subject to the preferred rights of the Preference Shares, every dividend shall be distributed amongst the holders of the A Ordinary and Ordinary Shares (pari passu as if the Shares constituted one class of Share) pro rata according to the number of such Shares held by them respectively and shall accrue on a daily basis assuming a 365 day year.</p> <p>On a return of capital, to the extent each Ordinary Share and A Ordinary Share has received a distribution of £10,000,000 per share, the Deferred Shares in the capital of the Company, as a class, shall be entitled to the aggregate sum of £1 and thereafter any surplus assets shall be distributed amongst the holders of the A Ordinary Shares and Ordinary Shares (pari passu as if the shares constituted one class of share).</p> <p>Return of Capital Subject to the preferred rights of the Preference Shares, the balance of the surplus assets (if any) on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares), shall be distributed among the holders of Ordinary and A Ordinary Shares pro rata (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held.</p> <p>Rights of Redemption The A Ordinary Shares are not redeemable.</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Preference Shares	
Prescribed particulars	<p>Voting Rights Each Preference Share shall entitle its holder to receive notice of and attend any general meeting of the Company but shall not entitle the holder to vote upon any resolution other than: (a) a resolution for winding up the Company or reducing its share capital; or (b) a resolution directly adversely varying or abrogating any of the special rights attached to the Preference Shares.</p> <p>Rights to dividends The Preference Shares as a class shall carry the right to a preferred dividend ("Special Dividend") entitling them to be paid, in priority to any general dividend that may be declared from time to time by the Directors, in an aggregate amount of not more than an amount equal to 100 per cent of the aggregate issue price for the Preference Shares (the "Preference Amount") and pro rata and pari passu among the holders of the Preference Shares.</p> <p>When such amount of Special Dividend has been paid then, at such time, all of the Preference Shares shall automatically convert into Deferred Shares.</p> <p>Return of Capital On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares), first, the Preference Shareholders as a class shall be entitled in respect of their Preference Shares in priority to any amount paid to the holders of Ordinary Shares and A Ordinary Shares in respect of such shares, an aggregate amount equal to the Preference Amount less an amount equal to the total Special Dividend that has been paid to Preference Shareholders, such aggregate amount to be allocated among and paid to the Preference Shareholders in the proportions in which the aggregate issue price paid by each Preference Shareholder for his Preference Shares bears to the aggregate issue price paid for all Preference Shares.</p> <p>Rights of Redemption The Preference Shares are not redeemable.</p>	

SH01

Return of allotment of shares



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name ZOLO 154884.00001

Company name CMS Cameron McKenna Nabarro
Olswang LLP

Address Cannon Place

78 Cannon Street

Post town London

County/Region

Postcode E C 4 N 6 A F

Country United Kingdom

DX DX135316 London Cannon Place

Telephone +44 207 367 3000



Important information

Please note that all information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse